

**Presentment Date: September 6, 2013 at 12:00 p.m. EDT**  
**Objection Deadline: August 30, 2013 at 12:00 p.m. EDT**

**Hearing Date: If objections filed**  
**September 11, 2013 at 9:30 a.m. EDT**

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*Proposed Counsel to the Official Committee of Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT**  
**EASTERN DISTRICT OF NEW YORK**

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In re	: Chapter 11
	: :
CENGAGE LEARNING, INC, <i>et al.</i> , <sup>1</sup>	: Case No. 13-44106 (ESS)
	: Case No. 13-44105 (ESS)
	: Case No. 13-44107 (ESS)
	: Case No. 13-44108 (ESS)
	: :
Debtors.	: Jointly Administered
-----X	

<sup>1</sup> The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor's federal taxpayer-identification number, include: Cengage Learning, Inc. (4491); Cengage Learning Acquisitions, Inc. (0935); Cengage Learnings Holdings II, L.P. (5675); and Cengage Learning Holdco, Inc. (0831). The Debtors' service address at their corporate headquarters is 200 First Stamford Place, 4<sup>th</sup> Floor, Stamford, Connecticut 06902.



**NOTICE OF PRESENTMENT OF  
MOTION OF OFFICIAL COMMITTEE OF UNSECURED CREDITORS  
FOR LEAVE TO CONDUCT DISCOVERY OF JPMORGAN CHASE BANK, N.A., AS  
ADMINISTRATIVE AGENT AND COLLATERAL AGENT FOR THE FIRST LIEN  
CREDIT FACILITY AGREEMENT PURSUANT TO 11 U.S.C. §§ 105(a)  
AND 1103(c) AND FEDERAL RULE OF BANKRUPTCY PROCEDURE 2004**

**PLEASE TAKE NOTICE** that the Motion of the Official Committee of Unsecured Creditors (the “Committee”) for Leave to Conduct Discovery of JPMorgan Chase Bank, N.A., as Administrative Agent and Collateral Agent for the First Lien Credit Facility Agreement Pursuant to 11 U.S.C. §§105(a) and 1103(c) and Federal Rule of Bankruptcy Procedure 2004 (the “Motion”) shall be presented to the Honorable Elizabeth S. Stong, United States Bankruptcy Court (the “Bankruptcy Court”), Eastern District of New York, Conrad B. Duberstein Courthouse, 271 Cadman Plaza East, Brooklyn, New York 11201-1800, on **September 6, 2013 at 12:00 p.m. EDT**, unless a party in interest objects.

**PLEASE TAKE FURTHER NOTICE** that objections, if any, to the Motion must be in writing, shall state with particularity the grounds therefor and shall be filed with the Clerk of the Bankruptcy Court (with a courtesy copy delivered to Judge Stong’s Chambers) and served upon the undersigned proposed counsel for the Committee, Arent Fox LLP, 1675 Broadway, New York, New York 10019 (Attn: Robert M. Hirsh, Esq.) so as to be filed and actually received no later than **August 30, 2013 at 12:00 p.m. EDT** (the “Objection Deadline”). Unless objections are received by that time the Motion may be approved.

**PLEASE TAKE FURTHER NOTICE** that if any objections to the Motion are timely filed, served, and received, a hearing to consider the Motion will be held before the Honorable Elizabeth S. Stong, United States Bankruptcy Court, Eastern District of New York, Conrad B. Duberstein Courthouse, 271 Cadman Plaza East, Courtroom 3585, Brooklyn, New York 11201-1800 on **September 11, 2013 at 9:30 a.m. EDT**.



Dated: New York, New York  
August 13, 2013

ARENT FOX LLP

*Proposed Counsel to the Official Committee of  
Unsecured Creditors*

By: /s/ Robert M. Hirsh

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